

FILED IN DISTRICT COURT
OKLAHOMA COUNTY

IN THE DISTRICT COURT OF OKLAHOMA COUNTY
STATE OF OKLAHOMA

MAR 14 2023

RICK WARREN
COURT CLERK

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Oklahoma Department of Securities
ex rel. Melanie Hall, Administrator,

Plaintiff,

v.

Premier Global Corporation et al.,

Defendants.

Case No. CJ-2022-5066

Judge Don Andrews

**ORDER ON DEFENDANT RICHARD DALE DEAN AND DDI ADVISORY GROUP,
LLC'S EMERGENCY MOTIONS FOR PARTIAL LIFTING OF ASSET FREEZE TO
PERMIT PAYMENT OF LIVING EXPENSES AND FOR PARTIAL LIFTING OF
ASSET FREEZE TO PERMIT PAYMENT OF LEGAL FEES**

On the 11th day of January, 2023, Defendant Richard Dale Dean ("Dean") and DDI Advisory Group, LLC's ("DDI", together with Dean, the "Dean Defendants") Emergency Motion for Partial Lifting of Asset Freeze to Permit Payment of Living Expenses (the "Living Expense Motion") and the Dean Defendants' Emergency Motion for Partial Lifting of Asset Freeze to Permit Payment of Legal Fees (the "Attorney Fee Motion") came before the undersigned Judge of the District Court. Plaintiff appeared by and through its counsel of record, Patty Labarthe, Shaun Mullins and Brad Davenport of the Oklahoma Department of Securities ("Plaintiff"), the Dean Defendants appeared by and through their counsel of record, Bruce Day, Molly Tolbert and Tara LaClair of Crowe & Dunlevy ("CAD"), and the Receiver Eric Johnson (the "Receiver") appeared with his counsel of record, Hilary S. Allen of Spencer Fane, LLP. The Court having reviewed the briefs, the Receiver's proposal, and upon hearing argument hereby implements the following interlocutory procedures and modifications with respect to the *Order Freezing Assets, Order Prohibiting Disposition of Assets and Order Prohibiting Destruction or Disposition of Records*

dated October 14, 2022 (the "Freeze Order").

IT IS HEREBY ORDERED, ADJUDGED AND DECREED that the Living Expense Motion and the Attorney Fee Motion are temporarily granted, in part, and denied, in part as further set forth in this Order.

IT IS FURTHER ORDERED that, within seven (7) days of entry of this Order, Kanza Bank will turn over to the Receiver the funds in the following accounts (the "Receivership Accounts"):

Account Title	Acct Last 4 Digits	Owner	Amount
Richard Dale Dean; Dickie Deans Insurance & Investment Agency, Inc.	6800	Richard Dean	\$7,404.74
Richard Dale Dean (consumer savings)	3907	Richard Dean	\$672,372.10
DDI Advisory Group LLC; Dickie Deans Insurance & Investment Agency Inc.	3352	DDI Advisory Group LLC	\$15,741.99
DDI Advisory Group LLC Account B; Dickie Deans Insurance & Investment Agency Inc	3662	DDI Advisory Group LLC	\$5,914.52
KCI Business Services LLC	4960	KCI Business Services LLC	\$950.16
PF-2 LLC	1497	PF-2 LLC	\$3,091.63
PF-6 LLC	1535	PF-6 LLC	\$846.58
PF-4 LLC	2027	PF-4 LLC	\$546.82
PF-5 LLC	2035	PF-5 LLC	\$268.87
Premier Factoring LLC	2043	Premier Factoring LLC	\$1,707.22
PF-3 LLC	2051	PF-3 LLC	\$251.17
PF-7 LLC	2078	PF-7 LLC	\$334.39
Premier Factoring Group LLC	2205	Premier Factoring Group LLC	\$41,252.14
Premier Global Corporation	5037	Premier Global Corporation	\$1,159.61

Such turnover is without prejudice to Kanza making application to this Court for any applicable fees associated with the Receivership Accounts.

IT IS FURTHER ORDERED that the following accounts shall remain frozen except as provided in this Order, the Agreed Order dated January 3, 2023, or as may be provided in further Orders of the Court:

Account Title	Acct Last 4 Digits	Owner	Amount
Settlements of Texas Inc.; Dickie Deans Insurance & Investment Agency Inc.	3301	Settlements of Texas Inc.	\$1,242.53

Wealth & Retirement Solutions LLC; Dickie Deans Insurance & Investment Agency Inc.	3328	Wealth & Retirement Solutions LLC	\$677.15
Dickie Dean Insurance & Investment Agency Inc.	3336	Dickie Deans Insurance & Investment Agency Inc	\$58,372.84
B D & R LLP; Dickie Deans Insurance & Investment Agency, Inc.	3379	B D & R LLP	\$723.41
Merritt Missouri LLC; Dickie Deans Insurance & Investment Agency Inc	3468	Merritt Missouri LLC	\$45,579.70
Adams Missouri LLC; Dickie Deans Insurance & Investment Agency Inc	3476	Adams Missouri LLC	\$3,763.61
H T Long LLC; Dickie Deans Insurance & Investment Agency Inc	3670	H T Long LLC	\$9,805.92
NJ Stephen Interest Three LLC; Dickie Deans Insurance & Investment Agency Inc	3689	NJ Stephen Interest Three LLC	\$18,253.20
Wood Missouri LLC; Dickie Deans Insurance & Investment Agency Inc	3719	Wood Missouri LLC	\$14,297.01
SHAH-H1 LLC	4073	SHAH-H1 LLC	\$24,818.78
SHAH-P1 LLC	4081	SHAH-P1 LLC	\$8,363.89
SHAH-P2 LLC	4111	SHAH-P2 LLC	\$6,732.24
SHAH-H2 LLC	4138	SHAH-H2 LLC	\$13,587.41
SHAH-P3 LLC	4189	SHAH-P3 LLC	\$14,439.17
DAVIS 1 LLC	4219	DAVIS 1 LLC	\$58,658.23
DAVIS 2 LLC	4294	DAVIS 2 LLC	\$52,339.26
GOLDMAN 1 LLC	4316	GOLDMAN 1 LLC	\$23,213.92
DIANE DAVIS POLICY LLC	4545	DIANE DAVIS POLICY LLC	\$34,177.51
SHAH POLICY LLC	4561	SHAH POLICY LLC	\$2,033.64
DAVIS 3 LLC	4596	DAVIS 3 LLC	\$4,832.97
GOLDMAN POLICY LLC	4618	GOLDMAN POLICY LLC	\$3,565.93
ESIENBERG POLICY LLC	4715	ESIENBERG POLICY LLC	\$8,2391.98
ALTERNATIVE INDEMNITY REINSURANCE COMPANY LTD	4839	ALTERNATIVE INDEMNITY REINSURANCE COMPANY LTD	\$71,154.62
HARILALL POLICY LLC	4847	HARILALL POLICY LLC	\$62,488.09
DDCW LLC	4855	DDCW LLC	\$5,004.43
AAA Management and Benefit LLC; Dickie Deans Insurance & Investment Agency Inc	1004	AAA Management and Benefit LLC; Dickie Deans Insurance & Investment Agency Inc	\$1,466.11
Premier Global Properties LLC	5053	Premier Global Properties LLC	\$6,843.29
TOI LLC	1462	TOI LLC	\$2,218.79

IT IS FURTHER ORDERED that the following compensation procedures shall be utilized for the payment of the Dean Defendants' legal fees and expenses:

1. From the funds originally transferred from Kanza Account ending #3907, the Receiver will further segregate \$245,000.00 into a separate account maintained by the receivership estate (the "Segregated Legal Fund") for fees and expenses incurred after October 13, 2022. The Receiver will not be required, absent Order of the Court, to replenish the Segregated Legal Fund with other receivership estate funds or recoveries. Further, the Receiver may use the funds in the Segregated Legal Fund to pay for Dean and Dean related entities' tax obligations; provided, however, that the Receiver shall first use other Dean related funds under the control of the Receiver before turning to the Segregated Legal Fund. The Receiver shall

seek guidance and further Court order to the extent he intends to use the funds other than to pay legal fees and expenses, or tax obligations.

2. For services performed from and after October 13, 2022, CAD shall separate and maintain separate billing statements for services performed for the Dean Defendants' defense (the "Personal Fees"), and for the services performed in assistance to the Receiver and the Receivership Estates (the "Receivership Fees").
3. CAD may seek reimbursement for reasonable Personal Fees pursuant to the following conditions ("Personal Fees Procedures"):
 - a. CAD shall provide monthly fee and expense statements (the "Personal Monthly Statements") to the Court and the Receiver by the 10th day of each month with the first fee statement due on April 10, 2023. It is envisioned that the first Monthly Statement will contain fees and expenses from October 13, 2022 through February 28, 2023. Delivery to the Receiver shall be by electronic mail at pgcreceiver@spencerfane.com with a copy to the Receiver's counsel of record.
 - b. CAD shall file with the Court and serve on the parties a notice of submission and certificate of service indicating that the Personal Monthly Statement has been delivered to the Court and the Receiver. The notice will not attach the Personal Monthly Statements, but will contain the total amount requested in fees and expenses.
 - c. The Receiver shall have ten (10) business days from receipt of the Personal Monthly Statement to review and submit a recommendation to the Court as to the allowance of the requested fees. The recommendation shall be submitted *in camera* to the Court copying CAD. As part of the recommendation, the Receiver shall submit a proposed order authorizing the payment of the recommended fees ("Monthly Fee Order"). Upon entry of and pursuant to the terms of the Monthly Fee Order, the Receiver is authorized to pay the Personal Fee Expenses from the Segregated Legal Fund.
 - d. If CAD seeks reimbursement for fees and expenses for services that relate to taking action against the Receiver or in opposition to relief sought by the Receiver, then CAD may redact the narratives related to such activity to the extent they contain privileged communications. The unredacted billing statements shall be separately maintained and submitted directly to the Court for *in camera* review.
 - e. The Monthly Fee Order(s) remains interlocutory and subject to revision and modification until such time as the Personal Fees are approved on a final basis.
4. CAD may seek reimbursement for reasonable Receivership Fees pursuant to the following conditions ("Receivership Fees Procedures"):

- a. CAD shall provide the Receiver a proposed budget for Receivership Fees for the period starting April 1, 2023;
- b. CAD shall provide monthly fee and expense statements (the "Receivership Monthly Statements") to the Receiver and the Plaintiff (the "Reviewing Parties") by the 10th day of each month with the first monthly statement due on April 10, 2023. It is envisioned that the first Receivership Monthly Statement will contain Receivership Fees from October 13, 2022 through February 28, 2023. Delivery to the Receiver shall be by electronic mail at pgcreceiver@spencerfane.com with a copy to the Receiver's counsel of record.
- c. CAD may redact its narratives on the Receivership Monthly Statements to the extent it is covered by attorney client, work product, or other applicable privilege; provided, however, the Receiver shall receive unredacted versions of the Receivership Monthly Statements.
- d. CAD shall file with the Court and serve on the parties a notice of submission and certificate of service indicating that the Receivership Monthly Statement has been delivered to the Reviewing Parties. The notice will not attach the Receivership Monthly Statements, but will contain the total amount requested in fees and expenses and that redacted billing statements are available upon request.
- e. If none of the Reviewing Parties object in writing within ten (10) business days of service, CAD's fees and expenses are authorized to be paid on a monthly basis on the following terms:
 - i. 100% percent of an CAD's fees are authorized to be paid on a monthly basis and, subject to the 20% Holdback (as defined below), CAD may apply said amount to outstanding invoices for services; provided, however, that CAD shall retain 20% of said monthly fee in its attorney trust account (the "20% Holdback") pending further order of this Court.
 - ii. In the event there is an objection to a Receivership Monthly Statement, the Receiver is authorized pursuant to the procedures set forth herein to pay the non-objectionable fees or expenses. Objections to fees shall be particular to the time entry or entries for which an objection is made, and for each, the basis for the objection. General objections to fees shall not prevent the payment under the compensation terms set forth herein, and may be raised, if and as appropriate, in response to an application for approval of fees and expenses.
 - iii. CAD's expenses shall be reimbursed in full on a monthly basis, subject to disbursement if disallowed at the time CAD's periodic

fee application is made herein.

- iv. CAD shall file periodic fee applications at approximately 120-day intervals with the first such periodic fee application due on April 15, 2023 and every 120 days thereafter unless modified by Court Order. Upon approval of the periodic fee application, CAD may apply the 20% Holdback to outstanding invoices for post-October 13 services. Failure to timely object to a Receivership Monthly Statement does not waive any objection to a periodic fee application.
 - v. The orders approving the quarterly fee applications (the "Quarterly Orders") remain interlocutory and subject to revision and modification until such time as the Receivership Fees are approved on a final basis.
5. Notwithstanding the procedures set forth in this Order, if, the Receiver in his reasonable business judgment and considering the need to maintain adequate and necessary reserves, determines there are insufficient funds to cover the tax obligations related to Dean and Dean-related entities for which the Receiver, the receivership estates, or any related qualified settlement fund may be obligated to pay, the Receiver may freeze or discontinue any required payment hereunder until a sufficient reserve has been established in order to pay such taxes. Until the Personal Fees and Receivership Fees have been approved on a final basis, all fees paid pursuant to these procedures remain subject to adjustment and/or disgorgement.

IT IS FURTHER ORDERED that the following procedures shall be utilized for the payment of Dean's personal living expenses:

1. The asset freeze on Kanza Bank Account ending #3336 (the "Agency Account") will be partially lifted and Dean will be granted the use of funds up to \$20,000 for the personal expenses identified and budgeted in the Living Expense Motion up to and through May 11, 2023 (the "Budget");
2. Without prior approval of the Court or the express written consent of the Receiver and State Agency, Dean may pay the actual and necessary budget expenses not to exceed, on a monthly basis, one hundred and ten percent (110%) of the amount stated for each category of expense in the Budget; provided, however, that in no event shall the total amount expended, on a monthly basis, exceed one hundred and ten (110%) of the total amount of expenses stated in the Budget without prior approval. If a certain Budget line item is not utilized in its budgeted month, then the unused portion of such line item shall be carried over to the subsequent month in the Budget.
3. Beginning on April 10, 2023, and on the tenth day of each month this Order is in effect, Dean shall provide a report, in mutually agreeable form, to the Parties and

the Court on actual income and expenses for the prior month along with the bank statements for that month related to the Agency Account. Dean consents to the Receiver obtaining the bank statements directly from Kanza Bank in order to verify information.

4. The Receiver will not be required to replenish the Agency Account with other receivership estate funds and recoveries.
5. This Order is without prejudice and all rights of the Receiver and Plaintiff are reserved regarding Dickie Deans Insurance & Investment Agency Inc. (the "Agency") including, without limitation, (a) whether the Agency should be determined to be a receivership entity; and (b) seeking turnover of any monies in the Agency Account or other accounts at Kanza or other financial institutions.

IT IS FURTHER ORDERED that the modifications to the asset freeze related to the Dean Defendants including, without limitation, the payment of legal fees and living expenses as allowed by this Court are conditioned upon the full cooperation of the Dean Defendants with the Receiver including, without limitation, the following:

1. By no later than March 31, 2023, the Dean Defendants shall: (a) provide copies of all errors and omissions and /or general liability insurance policies held by Dean individually or by any entity owned or controlled by him; (b) provide an accounting and explanation of the use of Mr. Dean's home equity line of credit for the past twelve (12) months; (c) provide the completed form DA; (c) provide and attest a complete response to the request for information related to the Life Settlement Policies provided by Receiver's counsel on November 23, 2022; and (d) identify the e-mail accounts used by the Dean Defendants and any other e-mail accounts used by him/it, along with passwords to access such e-mail accounts;
2. By no later than April 10, 2023, the Dean Defendants shall provide and attest an accounting of all money paid to the Dean Defendants or entities owned or controlled by any of the Premier Defendants as defined by the Petition filed in this matter;
3. The Dean Defendants shall cooperate to have a new life settlement administrator in place; and
4. Promptly provide such additional information requested by the Receiver in performance of his duties as a Receiver.

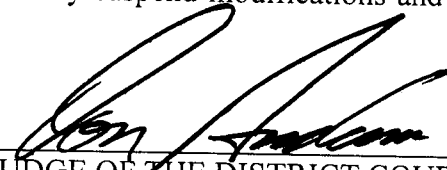
The Court will review the status of Dean Defendants' cooperation in determining whether the temporary modifications to the Freeze Order will remain in place.

IT IS FURTHER ORDERED that with respect to Dean's property interests in Belize that:

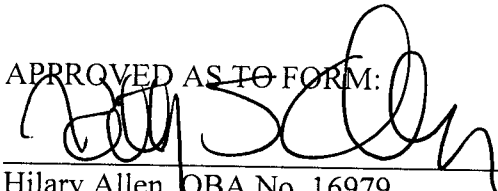
5. The Receiver shall seek authority to pay from the funds originally transferred from Kanza Account ending 3907 all expenses related to Dean's property interests in Belize including, without limitation, expenses related to the X'Tan Ha Resort; and
6. The Receiver may access, inspect, and inventory the contents of Dean's X'Tan Ha units, whether in person, through a designated agent, or virtually.

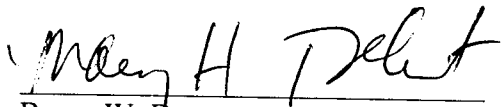
IT IS FURTHER ORDERED that the modifications to the Freeze Order set forth herein only apply to the Dean Defendants, are temporary in nature, and will expire on May 11, 2023 at 11:59 p.m. (CST) unless further extended by the Court.

IT IS FURTHER ORDERED that for cause shown and upon notice and hearing, the Receiver and the State Agencies may seek to immediately suspend modifications and seek full reinstatement of the Freeze Order.


JUDGE OF THE DISTRICT COURT
3/14/2023

APPROVED AS TO FORM:


Hilary Allen, OBA No. 16979
SPENCER FANE LLP
9400 N. Broadway Extension, Ste. 600
Oklahoma City, Oklahoma 73114
Phone: 405-844-9900
Facsimile: 405-844-9958
Email: hallen@spencerfane.com
Attorneys for the Receiver



Bruce W. Day

Tara A. LaClair

Mary H. Tolbert

Crowe & Dunlevy

Braniff Building

324 N. Robinson Ave., Ste. 100

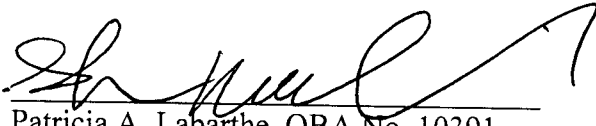
Oklahoma City, OK 73102-8273

Bruce.day@crowedunlevy.com

Molly.tolbert@crowedunlevy.com

Tara.laclair@crowedunlevy.com

*Attorney for DDI Advisory Group, LLC and
Richard Dale Dean*



Patricia A. Labarthe, OBA No. 10391

Shaun M. Mullins, OBA No. 16869

Brad Davenport, OBA No. 18687

Oklahoma Department of Securities

204 N. Robinson, Suite 400

Oklahoma City, OK 73102

plabarthe@securities.ok.gov

smullins@securities.ok.gov

bdavenport@securities.ok.gov

Attorneys for Plaintiff